

Members Present:
 Susan Vallem, Chair
 Roger Johnson
 John Johnston
 Jill Kwikkel
 Jennifer Seward

Guests Present:
 Rhonda DeBuhr
 Diane Kohls
 Karen Thalacker
 Jerry Tiedt
 Iris Vering

Minutes
 of the Meeting of the
Board of Trustees
 May 23, 2011
 7:00 p.m.
Tendrils Rooftop Garden



Our Mission: Waverly Health Center will provide high quality, patient-centered health care.

Speakers Present:
 Lisa Bennett
 Brenda Entz
 Max Reeves
 Dr. Dahlquist
 Heidi Solheim

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 7:02 p.m.	
II. Approval of minutes (b)	Minutes from the 4/25/11 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Johnston 2nd - Seward Unanimously Approved
III. Celebrations	WHC 100 Great Nurses Recipients – Cathy Wilson-Sands and April Barnett	
IV. Board Education	As included in Board packets: <ul style="list-style-type: none"> Planetree Annual Report (c1 and c2) As mailed to Trustees: <ul style="list-style-type: none"> Managing Enterprise Risk to Achieve Sustained Success in the New Healthcare Environment 	
V. Featured Departments: <ul style="list-style-type: none"> Education/Brenda Entz Nutrition Services/Max Reeves 	Brenda Entz presented information about the functions and goals of the Education department. Max Reeves presented information about the functions and goals of the Nutrition Services department.	
VI. Financial and Statistical Report (d)	Bennett presented the financial and statistical report for April. A motion was brought forth from Finance Committee to approve the financial and statistical report as presented.	1st - Kwikkel 2nd - Johnson Unanimously Approved
VII. Committee/Department Reports: <ul style="list-style-type: none"> Environment of Care Committee (e) 	The Environment of Care report was presented as included in the Board packets.	Accepted
VIII. Medical Staff Report	Dr. Dahlquist reported that the Executive Committee of the Medical Staff met on 5/16/11 and considered privileging items as listed under new business. He noted that the major project they are working on is updating the credentialing and privileging process.	
IX. C.E.O.'s Report <ul style="list-style-type: none"> Shell Rock Rental Agreement (f) Therapy Agreement (g) Strategic Print Solutions (SPS) Agreement (h1 and h2) 	Tabled for discussion in closed session. Tabled for discussion in closed session. Bennett presented the Strategic Print Solutions (SPS) agreement as included in the Board packets. A motion was made to approve the agreement as presented.	1st - Seward 2nd - Johnston Unanimously Approved

<p>X. Patient Satisfaction Survey Report (i1 – i5)</p>	<p>Solheim presented the Press Ganey patient satisfaction survey results for the period ending March 31st.</p>	
<p>XI. Old Business</p> <ul style="list-style-type: none"> • Helipad (Change Orders) (j1 and j2) • CEO Search • Governance Institute Membership • Clover 2nd Floor Lease 	<p>Bennett presented change orders for the helipad project. A motion was made to approve the change orders as presented, not to exceed \$30,000 in additional costs.</p> <p>A schedule of upcoming CEO interview meetings was distributed to Board members.</p> <p>Discussion was held regarding Board education options. The Board requested to have our membership with the Governance Institute canceled at earliest possible time.</p> <p>Bennett presented the proposed renewal to our second floor lease with Clover. A motion was made to approve the lease with a 5% increase and 5 year term.</p>	<p>1st - Seward 2nd - Johnson Unanimously Approved</p> <p>1st - Johnson 2nd - Kwikkel Unanimously Approved</p>
<p>XII. New Business</p> <ul style="list-style-type: none"> • Provisional Appointments to Medical Staff: <ul style="list-style-type: none"> ▪ Karen Aderholdt, M.D. – Consulting, Radiology, vRad ▪ Gregory Kenyherz, M.D. – Consulting, Radiology, vRad ▪ Ravi Giyanani, M.D. – Consulting, Radiology, vRad • Provisional to Regular Status on Medical Staff: <ul style="list-style-type: none"> ▪ Joshua Morais, M.D. – Consulting, Radiology, vRad ▪ Karen Caldemeyer, M.D. – Consulting, Radiology, vRad ▪ Steven Davis, M.D. – Consulting, Radiology, vRad ▪ Steven Brick, M.D. – Consulting, Radiology, vRad ▪ Thomas Fay, M.D. – Consulting, Radiology, vRad ▪ Ranie Pendarvis, M.D. – Consulting, Radiology, vRad ▪ Christopher Hurt, M.D. – Consulting, Radiology, vRad ▪ Danit Talmi, M.D. – Consulting, Radiology, vRad ▪ William Zinn, M.D. – Consulting, Radiology, vRad ▪ Parina Cho, M.D. – Consulting, Radiology, vRad ▪ James Okoh, M.D. – Consulting, Radiology, vRad ▪ Bruce Reiner, M.D. – Consulting, Radiology, vRad 	<p>Privileging items were presented as individually listed at left. All files have been reviewed by the Executive Committee of the Medical Staff. The Executive Committee recommends approval. A motion was made to approve all privileging items as individually considered and recommended by the Executive Committee of the Medical Staff.</p>	<p>1st - Johnston 2nd - Johnson Unanimously Approved</p>

<ul style="list-style-type: none"> • Continuation of Provisional Status on Medical Staff: <ul style="list-style-type: none"> ▪ Dariusz Bulczak, M.D. – Consulting, Radiology, vRad • New/Revised Policies: <ul style="list-style-type: none"> ▪ Medication Orders (11) ▪ Medication Handling, Storage, and Control (12) ▪ Formulary (13) ▪ Investigational Drugs (14) ▪ Look-alike Sound-alike Medications (15) • Finance Committee (m) <ul style="list-style-type: none"> ▪ Capital Request – Ultrasound Equipment (m1 and m2) ▪ Capital Request – Kitchen Remodel (m3 and m4) ▪ Capital Request – CISCO Filtering and Encryption (m5) ▪ FY12 Budgets (n1 – n4) ▪ Charity Care • Executive Committee (o) <ul style="list-style-type: none"> ▪ 4/26/11 Helipad Walkway/Snowmelt System 	<p>The new/revised policies were presented for review as included in the Board packets. The policies have been reviewed by the Executive Committee of the Medical Staff and are recommended for approval. A motion was made to approve the policies as listed at left.</p> <p>Bennett reported that the Finance Committee met on 5/20/11. Minutes from said meeting were included in the Board packets.</p> <p>Bennett presented the following capital requests:</p> <ul style="list-style-type: none"> ▪ Ultrasound Equipment at a cost not to exceed \$188,000 (budgeted at \$165,000) ▪ Kitchen Remodel at a cost not to exceed \$29,800 (budgeted) ▪ CISCO Filtering and Encryption at a cost not to exceed \$23,045 (not budgeted) <p>A motion was brought forth from Finance Committee to approve the capital requests as detailed above.</p> <p>Bennett presented the FY12 operating and capital budgets. The budgets were developed with the following assumptions:</p> <ul style="list-style-type: none"> **a 5% average charge increase **a 3% average salary increase **a 3.04% total margin less foundation transfers anticipated **budgeted capital purchases of \$1,450,206 – including \$727,000 designated for Meaningful Use <p>A motion was brought forth from the Finance Committee to approve the operating and capital budgets as presented.</p> <p>No applications for charity care were presented.</p> <p>The minutes of the 4/26/11 Executive Committee meeting were presented as included in the Board packets. The Executive Committee acted to approve a change order for the helipad walkway snowmelt system at a cost not to exceed \$59,500. The action of the Executive Committee was ratified as presented.</p>	<p>1st - Johnson 2nd - Seward Unanimously Approved</p> <p>1st - Johnson 2nd - Kwikkel Unanimously Approved</p> <p>1st - Johnson 2nd - Kwikkel Unanimously Approved</p> <p>1st - Vallem 2nd - Johnson Unanimously Approved</p>
<p>XIII. Closed Session</p> <ul style="list-style-type: none"> • Iowa Code Chapter 388.9 	<p>A motion was made to move into closed session at 8:43p.m. for the purpose identified at left.</p>	<p>1st - Seward 2nd - Johnson Unanimously Approved</p>
<p>XIV. Open Session</p>	<p>A motion was made to move back into open session at 9:25 p.m.</p>	<p>1st - Kwikkel 2nd - Johnston Unanimously Approved</p>

<ul style="list-style-type: none"> • Therapy Agreement (g) 	A motion was made to approve the therapy agreement as presented.	1st - Kwikkel 2nd - Seward Approved – Johnson abstained
XV. Adjourn	A motion was made to adjourn the meeting at 9:32 p.m.	1st - Johnston 2nd - Seward Unanimously Approved

Next meeting will be held
May 25, 2011
Tendrils Rooftop Garden